

** AMENDED** ANNUAL REPORT FOR
46TH AND WORNALL COMMUNITY IMPROVEMENT DISTRICT #1 (the “District”)
FOR FISCAL YEAR ENDING APRIL 30, 2023

SECTION I

Date of Report Submitted: August 21, 2023

CID Contact Information: c/o Marc Abbott, Polsinelli PC (Legal Counsel), 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, mabbott@polsinelli.com, (816) 572-4778

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 160745, passed on October 27, 2016

SECTION II

PURPOSE OF THE DISTRICT AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for the construction of certain improvements within the District’s boundaries. The improvement contemplated include site work, grading, and construction of a four and a half (4.5) story parking garage, as well as any other improvements permitted by the CID Act. No services were provided during FYE 4/30/2023.

SECTION III

CURRENT BOARD MEMBERS AND CONTACT INFORMATION:

Robb Heineman	Rheineman1217@gmail.com
Linda Stowers	lindastowers@me.com
Christopher Aquino	chris@capmgmt.net
Christopher Curtis	Christopher.curtis@marriot.com
Jeff Kempton	Jeffrey.k.kempton@marriott.com

SECTION IV

Date proposed budget was submitted to City: January 17, 2023

Date annual budget was adopted: March 21, 2023

See attached *actual* budget for FYE 4/30/2023

SECTION V

LIST OF RESOLUTIONS APPROVED DURING FISCAL YEAR
(ATTACH COPIES):

Resolution #	Resolution
2023-1	Approve Minutes of 3/10/2022 Board Meeting
2023-2	Appoint Officers of the District
2023-3	Adopt Budget for FYE 4/30/2024 and appropriate funds
2023-4	Authorize Preparation and Submittal of FYE 4/30/2023 Annual Report to City Clerk, Department of Economic Development, Department of Revenue and State Auditor
2023-5	Authorize Preparation and Submittal of FYE 4/30/2023 Annual Report to State Auditor
2023-6	Accept Resignation and Elect Interim Director

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept of Economic Development Attn: CID Annual Report 301 W. High Street, P. O. Box 118 Jefferson City, MO 65102 Phone: 1-573-526-8004 Fax: 1-573-522-9462 Email: redevelopment@ded.mo.gov	City Clerk 25th Floor, City Hall 414 E. 12 th Street Kansas City, MO 64106 Phone: (816) 513-6401 Fax: (816) 513-3353 Email: Marilyn.Sanders@kcmo.org
Missouri Department of Revenue Attn: CID Annual Report P.O. Box 3380 Jefferson City, MO 65105-3380 Phone: 573-751-4876 Email: localgov@dor.mo.gov	Missouri State Auditor Attn: CID Annual Report P.O. Box 869 Jefferson City, MO 65102 Phone: 573-751-4213 Email: localgovernment@auditor.mo.gov

46th & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

FYE 4/30/2023 ACTUAL BUDGET

BUDGET MESSAGE:

The 46th & Wornall Community Improvement District #1 was formed as a political subdivision of the State of Missouri on July 8, 2020. The District was formed for the purpose of providing revenue sources to assist with and support the financing of the costs of certain public and private improvements that serve the area encompassing the District. The District's sole source of revenue is a 1% sales tax, the collection of which has not yet commenced and will terminate 20 years from the date upon which any sales tax is levied within the District.

FYE 4/30/2023
Actual

FUNDS AVAILABLE:

- Cash on Hand (Beginning of Fiscal Year)

\$ -

ESTIMATED REVENUE:

- Sales Tax
- Interest Earned on District Bank Accounts

\$ -
\$ -

TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:

\$ -

ESTIMATED EXPENDITURES:

- Administrative Fees
- Administrative Costs (e.g., insurance)
- Legal & Other Consultant fees
- Audit
- Design and Construction Costs of Project

\$ -
\$ -
\$ -
\$ -
\$ -

TOTAL ESTIMATED EXPENDITURES:

\$ -

FUNDS AVAILABLE:

- Cash on Hand End of Fiscal Year

\$ -

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-1

**APPROVING MINUTES OF THE MARCH 10, 2022
INITIAL MEETING OF THE BOARD OF DIRECTORS**

WHEREAS, the Bylaws of the 46th & Wornall Community Improvement District #1 (the “**District**”) requires the District to keep minutes of the Board of Directors meetings;

WHEREAS, the Board conducted its Initial Board of Directors Meeting on March 10, 2022; and

WHEREAS, minutes of such meeting have been prepared and circulated to members of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the Board of Directors meeting held on March 10, 2022 are attached hereto as **Exhibit A** and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director

Exhibit A

March 10, 2022 Meeting Minutes
[See Attached]

46th & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1
MINUTES OF THE MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT
MARCH 10, 2022

A meeting of the Board of Directors (the "Directors" or "Board") of the 46th & Wornall Community Improvement District #1 (the "District") was held on March 10, 2022 commencing at 2:00 p.m. at 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, after giving due notice in accordance the District's Sunshine Act Policy.

The following Directors were present:

- Christopher Robb Heineman
- Christopher Aquino
- Linda Stowers

Directors Marissa Baki and Aaron Schlagel have resigned.

Also present were:

- Amy Grant, Paralegal with Polsinelli PC, counsel to the District
- Joe Morrison, Capital Management

After recognizing that a quorum of the Board was present, Amy Grant called the meeting to order. The Board then considered the following Resolutions:

- Resolution 2022-1, approving minutes of the March 12, 2021 Board Meeting
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous
- Resolution 2022-2, appointing officers of the district.
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous
- Resolution 2022-3, adopting a budget for FYE 4/30/2023 and appropriating funds.
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous
- Resolution 2022-4, nomination of successor directors.
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous
- Resolution 2022-5, authorizing FYE 4/30/2022 Annual Report to City Clerk and Department of Economic Development.
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous

- Resolution 2022-6, authorizing FYE-4/30/2022 Annual Report to State Auditor's Office...
 - Motion: Linda Stowers
 - Second: Christopher Aquino
 - Approval: Unanimous

There being no other business before the Board the meeting was adjourned.



Christopher Aquino, Secretary

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-2

APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the 46th & Wornall Community Improvement District #1 (the “District”) require the District’s Board of Directors to annually appoint a chairman, executive director, secretary, treasurer and such other officers or employees as it deems necessary;

WHEREAS, the Board of Directors of the District desires to appoint a chairman, secretary, treasurer and executive director as the officers of the District in accordance with the Bylaws; and

WHEREAS, the chairman, secretary, treasurer and executive director shall have the powers and duties described in the Bylaws.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1, AS FOLLOWS:

1. Linda Stowers is appointed Executive Director/Chairman of the District.
2. Christopher Aquino is appointed Secretary/Treasurer of the District.
3. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-3

APPROVE A BUDGET FOR FYE 4/30/2024 AND APPROPRIATE FUNDS

WHEREAS, the 46th & Wornall Community Improvement District #1 (the “District”) is required to adopt an annual budget for the operation of the District;

WHEREAS, the District submitted to the City the proposed annual budget for FYE 4/30/2024, which is attached hereto as **Exhibit A**; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2024 and appropriate funds for payment of the District’s expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1, AS FOLLOWS:

1. The District hereby adopts a Budget for the District’s FYE 4/30/2024, which attached hereto as **Exhibit A** and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director

EXHIBIT A
FYE 4/30/2024 BUDGET

46th & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

FYE 4/30/2024 BUDGET

BUDGET MESSAGE:

The 46th & Wornall Community Improvement District #1 was formed as a political subdivision of the State of Missouri on July 8, 2020. The District was formed for the purpose of providing revenue sources to assist with and support the financing of the costs of certain public and private improvements that serve the area encompassing the District. The District's sole source of revenue is a 1% sales tax that will terminate 20 years from the date upon which any sales tax is levied within the District. The collection of the CID Sales and Use Tax commenced on 4/1/2023.

		<u>FYE 4/30/2024*</u> Proposed
FUNDS AVAILABLE:		
- Cash on Hand (Beginning of Fiscal Year)	\$	-
ESTIMATED REVENUE:		
- 1% CID Sales and Use Tax (commenced 4/1/2023)	\$	300,000
- Developer Advances	\$	6,200
		306,200
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$	306,200
ESTIMATED EXPENDITURES:		
- Administrative Fee	\$	-
- D&O Insurance for Board of Directors	\$	1,200
- Legal Fees	\$	5,000
- Audit	\$	-
- Developer reimbursement of Advanced Project Costs	\$	-
See attached Pay App from Contractor for Detailed Breakdown of Project Costs	\$	290,000
- Services	\$	-
		296,200
TOTAL ESTIMATED EXPENDITURES:	\$	296,200
FUNDS AVAILABLE:		
- Cash on Hand End of Fiscal Year	\$	10,000

* Estimated Values.

CONTINUATION SHEET
 AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 Contractor's signed Certification is attached.
 In tabulations below, amounts are stated to the nearest dollar.
 Use Column I on Contracts where variable retainage for line items may apply

AIA DOCUMENT G703

CCL PARKING LLC
 APPLICATION NUMBER 25
 APPLICATION DATE: 12/06/2022
 PERIOD FROM: 11/01/2022
 TO: 11/30/2022

GARAGE AND SITE

ITEM No	DESCRIPTION OF WORK	SCHEDULED VALUE	BUDGET RECONCILIATION	CHANGE ORDER	REVISED VALUE	PREVIOUS APPLICATIONS	WORK COMPLETED		Total Completed and Stored To Date (F+G+H)	% (I/C)	Balance To Finish (C-I)
							Work in Place	Stored Materials (not in D or E)			
011000 - General Conditions		694,384.16	23,323.29	(95.22)	717,517.01	717,517.01			717,517.01	100.00%	0.00
015000 - General Requirements		404,715.49	86,119.88	(37,800.00)	415,235.35	415,235.35			415,235.35	100.00%	0.00
024100 - Demolition & Structure		52,000.00	6,629.00	0.00	58,629.00	58,629.00			58,629.00	100.00%	0.00
033000 - Cast In Place Concrete		4,605,201.00	(1,414,581.55)	92,328.00	3,375,275.45	3,375,275.45			3,375,275.45	100.00%	0.00
033800 - PT slab		0.00	0.00	0.00	0.00	0.00			0.00	0.00%	0.00
034000 - Precast Concrete		4,749,312.00	34,290.00	28,840.00	4,841,282.00	4,841,282.00			4,841,282.00	100.00%	0.00
042200 - Masonry		242,338.75	0.00	270,954.41	784,307.58	272,882.58	290,629.41		563,511.97	71.85%	220,795.61
051200 - Steel Fabrication		62,240.41	0.00	23,102.00	108,444.41	108,444.41			108,444.41	100.00%	0.00
055000 - Misc. Metals		64,187.32	23,000.00	5,047.00	97,281.32	87,187.32	10,094.00		97,281.32	100.00%	0.00
071400 - Water/Dampproofing		50,000.00	0.00	0.00	50,000.00	50,000.00			50,000.00	100.00%	0.00
072100 - Insulation		127,103.38	0.00	12,569.64	152,242.66	11,383.00	140,859.66		152,242.66	100.00%	(0.00)
072100 - Metal Wall Panels		233,871.94	0.00	0.00	233,871.94	84,768.00	133,994.10		218,762.10	93.54%	15,109.84
075100 - Roofing		216,063.24	0.00	0.00	216,063.24	216,063.24			216,063.24	100.00%	(0.00)
078200 - Fireproofing		25,000.00	0.00	0.00	25,000.00	18,647.00			18,647.00	74.59%	6,353.00
079200 - Joint Sealers, Caulking		194,242.00	0.00	0.00	194,242.00	66,046.00			66,046.00	34.00%	128,196.00
081100 - Doors, Frames & Hardware		17,000.00	0.00	0.00	17,000.00	0.00			0.00	0.00%	17,000.00
083300 - Overhead Doors / Grilles		16,000.00	8,986.00	0.00	24,986.00	22,971.00			22,971.00	91.94%	2,015.00
088100 - Glass & Glazing		16,600.00	0.00	5,660.65	27,921.30	8,136.00			8,136.00	29.14%	19,785.30
092100 - Drywall Systems		30,780.00	0.00	8,069.00	46,918.00	0.00			0.00	0.00%	46,918.00
113000 - Dock Equipment		1,024.00	0.00	0.00	1,024.00	619.00			619.00	60.45%	405.00
142000 - Elevators		464,732.36	0.00	0.00	464,732.36	274,568.26			274,568.26	59.08%	190,164.10
210000 - Fire Protection		359,495.99	0.00	0.00	359,495.99	359,495.99			359,495.99	100.00%	(0.00)
220000 - Plumbing		940,891.00	0.00	11,300.00	963,491.00	963,491.00			963,491.00	100.00%	(0.00)
230000 - HVAC		934,347.07	0.00	0.00	934,347.07	917,467.21	6,230.00		923,697.21	98.86%	10,649.86
260010 - Electrical Systems		1,706,928.76	52,470.11	0.00	1,759,398.87	1,759,398.87			1,759,398.87	100.00%	0.00
312000 - Earthwork		337,000.00	0.00	38,863.12	414,726.24	386,748.52			386,748.52	93.25%	27,977.72
312300 - Structural Excavation		3,361,762.00	(104,448.21)	0.00	3,257,313.79	3,257,313.79			3,257,313.79	100.00%	0.00
312500 - Soil Erosion Control		7,500.00	0.00	0.00	7,500.00	4,000.00			4,000.00	53.33%	3,500.00
320100 - Site Concrete		325,600.00	(313,832.00)	0.00	11,768.00	11,768.00			11,768.00	100.00%	0.00
320101 - Site Footings		0.00	1,377,855.50	0.00	1,377,855.50	1,377,855.50			1,377,855.50	100.00%	0.00
321300 - Asphalt Paving		61,760.00	0.00	0.00	61,760.00	0.00			0.00	0.00%	61,760.00
323100 - Fences and Gates		6,500.00	0.00	83,045.00	172,590.00	0.00			0.00	0.00%	172,590.00
329100 - Planting, Irrigation Systems		42,000.00	0.00	120,810.50	283,621.00	41,164.50	26286.5		67,451.00	23.78%	216,170.00
329510 - Site Signage		10,000.00	0.00	(10,000.00)	(10,000.00)	12,276.25	(22,276.25)		(10,000.00)	100.00%	0.00
330000 - Site Utility Services		242,203.00	39,594.00	7,800.00	297,397.00	261,720.75			261,720.75	88.00%	35,676.25
337000 - Site Electrical Systems		69,129.00	52,689.89	103,197.00	325,212.89	64,934.00	21,601.00		86,535.00	26.37%	241,677.89
541000 - Off-Site Construction		524,330.00	0.00	0.00	524,330.00	265,325.62	156,644.79		421,970.41	80.48%	102,359.59
501000 - Design Costs		7,500.00	0.00	0.00	7,500.00	7,500.00			7,500.00	100.00%	0.00
504000 - Insurance & Misc		350,276.79	0.00	8,525.27	367,329.33	361,047.45	6,281.88		367,329.33	100.00%	(0.00)
506000 - Quality Assurance Testing		118,234.00	0.00	0.00	118,234.00	118,234.00	0.00		118,234.00	100.00%	0.00
511000 - Weather Conditions		38,161.00	0.00	0.00	38,161.00	38,161.00	0.00		38,161.00	100.00%	0.00
531000 - Proj Mgmt Personnel		917,559.65	225,076.83	3,360.00	1,149,356.48	1,149,356.48	0.00		1,149,356.48	100.00%	0.00
602000 - Contingency		794,724.69	(97,172.72)	0.00	697,551.97	558,467.93	139,084.04		697,551.97	100.00%	0.00
861000 - Contractors Fee		550,126.00	0.00	115,327.21	780,780.42	609,307.36	35,284.30	0.00	644,591.66	82.58%	136,188.76
Estimated Sales Tax Savings		(471,896.40)	0.00	0.00	(471,896.40)	0.00			0.00	0.00%	(471,896.40)
		23,500,928.00	0.00	890,934.58	24,391,862.58	23,154,688.82	944,713.43	0.00	24,099,402.25	98.80%	1,183,394.91

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-4

**AUTHORIZE PREPARATION AND SUBMITTAL OF FYE 4/30/2023 ANNUAL REPORT TO
CITY CLERK, DEPARTMENT OF ECONOMIC DEVELOPMENT, DEPARTMENT OF
REVENUE AND STATE AUDITOR**

WHEREAS, State law requires that the District state the services provided, revenues collected, and expenditures made by the District during the most recently completed fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period under Section 67.1471.4, RSMo.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
THE 46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1, AS FOLLOWS:**

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2023 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk, Missouri Department of Economic Development, Missouri Department of Revenue and State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-5

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2023 ANNUAL REPORT TO STATE AUDITOR**

WHEREAS, State law requires the District to file a financial report with the State Auditor's Office each year under Section 105.145, RSMo, and 15 CSR 40-3.030.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2023 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director

46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2023-6

ACCEPT RESIGNATION AND ELECT INTERIM DIRECTOR

WHEREAS, the 46th & Wornall Community Improvement District #1 (the “District”) established on October 27, 2016, by Ordinance No. 160746 of the City Council of the City of Kansas City, Missouri, is a political subdivision of the State of Missouri and is transacting business and exercising powers granted to it pursuant to the Community Improvement District Act, Section 67.1404 through 67.1571 of the RSMo, as amended (the “CID Act”); and

WHEREAS, the CID Act and Article III, Section 3 of the Bylaws provides that in the event of a vacancy on the Board prior to the expiration of a directors’ term, the remaining directors shall elect an interim director to fill the vacancy for the unexpired term.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 46TH & WORNALL COMMUNITY IMPROVEMENT DISTRICT #1, AS FOLLOWS:

1. The District hereby accepts Aaron Schlagel’s resignation as Director and elects Christopher Curtis to serve as interim director (term will expire on 7/15/2026).
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 46th & Wornall Community Improvement District #1 on March 21, 2023.



Linda Stowers, Executive Director